

07-24-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

REC 102166398 TRADEMARK

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Associated Commercial Finance, Inc. 7-18-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: March 29 Asset Sale Corporation, Inc.
Internal Address: F/K/A Mebco Industries, Inc.
Street Address: 8014 Island Road
City: Eden Prairie State: MN Zip: 55347
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State MN
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other Release of Security Agreements
Execution Date: 3/29/02

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) See Attached Schedule B
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Michael N. Levy, Esq.
Internal Address: Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd.
Street Address: 55 East Monroe Street Suite 3700
City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 11
7. Total fee (37 CFR 3.41) \$ 290.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Michael N. Levy 40.00
Name of Person Signing Signature Date 7/17/02
Total number of pages including cover sheet, attachments, and document: 3

07/23/2002 DBYRNE 00000043 1398565
01 FC:481 40.00
02 FC:482 350.00

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 2547 FRAME: 0732

SCHEDULE B

THE TRADEMARKS

UNITED STATES

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
DOUBLE DIP	1398565	6/24/1986
VOLUME	1547444	7/11/1989
VOLUME II	1553775	9/29/1989
VOLUME PLUS	1554750	9/5/1989
MEBCO	1653112	8/6/1991
BIG VOLUME	1753948	2/23/1993
Miscellaneous Design	1764546	4/13/1993
FINELINE	1815435	1/4/1994
HIGH VOLUME	1830385	4/12/1994
M Design	2024350	12/17/1996
VENT COMB	2131176	1/20/1998



Associated Commercial Finance, Inc.

Fromm International, Inc.
1919 Stanley Street
Northbrook, Illinois 60062

March 29, 2002

RE: Mebco Industries, Inc.

Dear Sir/Madam:

The payoff required for the assets of Mebco Industries, Inc. to be sold pursuant to that certain Asset Purchase Agreement dated March 29, 2002 between Mebco Industries, Inc. and Fromm International, Inc. including, but not limited to, the equipment and inventory, and all receivables, inventory, service agreements, warranties, customer lists, phone service and numbers, intellectual property rights, good will, and general intangibles (collectively Assets) relating to Mebco Industries, Inc. is \$519,860.44 (Pay-off Amount) including principal, interest and any associated costs. If such payment is not received by 2:00 P.M. local time, on March 29, 2002 additional interest accruing at the per diem rate of \$157.67 (assuming no change in the rate applicable) will be added to the Associated Commercial Finance, Inc. loan to Mebco Industries, Inc. to date of payment in full payment of the Mebco Industries, Inc obligations to Associated Commercial Finance, Inc.

Upon receipt of the Pay-off and any applicable per diem amount at closing, Fromm International, Inc. or its legal representative, is authorized to file a UCC Financing Statement with the Minnesota Secretary of State terminating all interests and liens of Associated Commercial Finance, Inc. in the above-defined Assets including, but not limited to, Minnesota filings #1976432 and 2257376 for Mebco Industries, Inc. and Minnesota filings # 2257377 and 1976433 for Mebco, Inc.

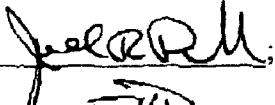

The Pay-off Amount shall be made by Fromm to Associated Commercial Finance, Inc. via wire transfer pursuant to the following instructions:

WIRE TO:
ASSOCIATED BANK MINNESOTA
740 MARQUETTE AVE
MINNEAPOLIS MN 55402
ABA #: 091001270
FOR CREDIT TO: ASSOCIATED COMMERCIAL FINANCE, INC.
ACCOUNT #2283001234

Upon receipt of \$519,860.44 plus any applicable per diem amount, Associated Commercial Finance, Inc. agrees to release said interests and liens in the Assets as set forth above.

Very truly yours,

Associated Commercial Finance, Inc.

By: 
its: 

4150 South Second Street Suite 350 St. Cloud, MN 56301 320-259-0500

0001 FALSH JUEL

9 / 18 - 050 0000 0000 / 00 / 00

TRADEMARK

RECORDED: 07/18/2002

REEL: 2547 FRAME: 0734